

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court  
Southern District of New York**

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)  
(Jointly Administered)

**PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Morgan Stanley Capital Services LLC

Name of Transferee

Avenue TC Fund, LP

Name of Transferor

Name and Address where notices to transferee  
should be sent:

Morgan Stanley Capital Services LLC  
1585 Broadway  
New York, New York 10036-8293  
Attention: Chief Legal Officer  
Phone: 212-761-4000  
Facsimile: 212-507-4622

Court Claim # (if known): 11307  
Amount of Claim: \$1,010,080,751.00 (as allowed)  
Amount of Claim Transferred: \$9,356,234.48  
Date Claim Filed: September 10, 2009  
Debtor: Lehman Brother Special Financing Inc.

with copies to:

Morgan Stanley Capital Services LLC  
1585 Broadway, 3rd Floor  
New York, New York 10036-8293  
Attention: Counterparty Portfolio Management  
Group

and

Morgan Stanley Capital Services LLC  
1585 Broadway, 2nd Floor  
New York, New York 10036-8293  
Attention: John Ragusa  
Email: nydocs@morganstanley.com

and

Cadwalader, Wickersham & Taft LLP  
700 Sixth Street, N.W.  
Washington, DC 20001  
Attention: Mark C. Ellenberg, Esq.  
Phone: 202-862-2238  
Facsimile: 202-862-2400

and

Cadwalader, Wickersham & Taft LLP  
One World Financial Center  
New York, NY 10281  
Attention: Howard R. Hawkins, Esq.  
Phone: 212-504-6422  
Facsimile: 212-504-6666

and

Richards Kibbe & Orbe LLP  
One World Financial Center  
New York, NY 10281  
Attention: Managing Clerk  
Phone: 212-530-1800  
Facsimile: 212-530-1801

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: John Ragusa  
Transferee/Transferee's Agent

Date: 12/14/12

**John Ragusa**

**Authorized Signatory**

Penalty for making a false statement: Fine up to \$100,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

**EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Avenue TC Fund, LP** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Morgan Stanley Capital Services LLC** ("Assignee") all of Assignor's right, title, interest, claims and causes of action in and to, or arising under or in connection with, **\$9,356,234.48** of its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against **Lehman Brothers Special Financing Inc.** (the "Debtor"), the debtor in chapter 11 Case No. 08-13888 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and the relevant portion of any and all proofs of claim (No. 11307) filed by Assignor or its predecessor-in-interest with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim, recognizing Assignee as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed this 14 day of December 2012

**Morgan Stanley Capital Services LLC**

By: John Ragusa  
Name: **John Ragusa**  
Title: **Authorized Signatory**

**Avenue TC Fund, LP**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

### EVIDENCE OF TRANSFER OF CLAIM

#### TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Avenue TC Fund, LP** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Morgan Stanley Capital Services LLC** ("Assignee") all of Assignor's right, title, interest, claims and causes of action in and to, or arising under or in connection with, **\$9,356,234.48** of its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against **Lehman Brothers Special Financing Inc.** (the "Debtor"), the debtor in chapter 11 Case No. 08-13888 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and the relevant portion of any and all proofs of claim (No. 11307) filed by Assignor or its predecessor-in-interest with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim, recognizing Assignee as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed this 14 day of December 2012

**Morgan Stanley Capital Services LLC**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**Avenue TC Fund, LP**

By: \_\_\_\_\_  
Name: Sonia Gardner  
Title: Member